

Co-operative Federation of Victoria Ltd

Minute of board meeting of 15 October 2008, Substitution Pty Ltd, 1/484
William Street, North Melbourne

Present: Niel Black, Graeme Charles, David Dinning, Shirley Faram,
Tony O'Shea (Chairman) and David Griffiths (Secretary)

Apology: Dianne Batterham Dianne was granted leave of absence for three months.

1. Minutes

That the minutes of the meeting of 16 July 2008 be approved as a true and accurate record.

CARRIED

2. Resignation of Graeme Charles

That the resignation of Graeme Charles (to take effect after the 19 November 2008 board meeting and AGM) be accepted with regret and his contribution to the board and Federation be acknowledged and, in particular, his substantial role in reviving genuine co-operative education in Australia and facilitating the role and presence of the UK Co-operative College and strengthening the relationship with Murray Goulburn Co-operative Co Limited.

CARRIED

ACTION: Secretary

3. Appointment of a Treasurer

That David Dinning be appointed Treasurer.

CARRIED

ACTION: Treasurer

4. Business arising from the meeting of 16 July 2008

4.1 Co-operative Education

It was noted that the online co-operative education module was linked from the Murray Goulburn's co-operatives Members Area and that Graeme Charles was addressing the CFSA conference on 17 October 2008 and the CFNSW Conference on 27-28 November 2008.

4.2 australia.coop

David Griffiths reported that the host moved had been successful with some limited rendering issues that had since been resolved.

4.3 Membership

It was noted that Demo Dairy had not yet renewed its membership.

ACTION: N. Black

4.4 Audit

It was noted that an application for an exemption from an audit had been approved and that Graeme Charles was finalising the financial statements for the AGM.

ACTION: Chairman and Graeme Charles and Treasurer

4.5 Co-operatives and dairy farmers

It was noted that there had been no response to the letter from the Chairman published in the Weekly Times on 28 september 2008.

There was a discussion about the Warrnambool Cheese and Butter Factory and a proposed constitutional amendment to further limit dairy farmer control and ownership and it was agreed that the Chairman would prepare a statement for the Warrnambool Standard.

ACTION: Chairman

4.6 Meeting report with Acting Director of CAV

The Chairman reported on a meeting he and Graeme Charles had attended with the Acting Director of CAV, Claire Noone, on 23 July 2008. He reported that John Unkovitch was also in attendance. He said it was a beneficial meeting and there was agreement to hold quarterly review meetings and other meetings as required.

He said that he would organise a meeting soon and this would include discussion of the statement in the Regulatory Impact Statement that CAV had sought funding for co-operative education – a funding request that CAV had not mentioned at the meeting on the 23 July 2008.

ACTION: Secretary

5. CCA

It was noted that the next meeting of the CCA would be in Sydney, NSW on 29 November 2008.

A draft agenda in preparation for the meeting was tabled for the information of directors.

That Tony O'Shea and David Griffiths attend the CFNSW conference on 27-28 November and the CCA meeting on 29 November 2008 with their conference fee, travel, accommodation and meal expenses paid by CFV.
CARRIED

ACTION: Treasurer

6. Co-operative Education

That Graeme Charles be appointed as an Education Consultant to the Co-operative Federation of Victoria Ltd.
CARRIED

Graeme Charles abstained from voting.

That Graeme Charles prepare for the next board meeting a detailed co-operative education business plan which included agreed outcomes, a budget and performance-based income incentives for the Education Consultant.
CARRIED

Graeme Charles abstained from voting.

That Tony O'Shea, David Griffiths and Graeme Charles develop a training proposal for co-operatives to the Victorian Government.
CARRIED

Graeme Charles abstained from voting.

ACTION: Chairman and Secretary and Education Consultant

7. Regulatory Impact Statement

It was noted that the submission on the Regulatory Impact Statement had been forwarded to CAV on 1 October 2008.

That the action of the Chairman and Secretary in preparing and forwarding a submission to CAV on the Regulatory Impact Statement For proposed Co-operatives Regulations 2008 be endorsed. CARRIED

8. AGM

The Secretary reported that no director nominations had been received.

He tabled copies of emails between himself and Mr. Tony Gill, of Co-operative Development Services Ltd. The Secretary reported that Mr. Gill was of the opinion that the board was not following its own Rules in establishing the closing date for nominations.

He reported that Mr. Gill had commented as follows that "We have received advice from Consumer Affairs that there is nothing in the rules that gives the

board the power to bring forward the deadline for the close of director nominations. They confirmed that under the federation's rules, the closing date for nominations is 28 days before the AGM. Therefore the closing date would be 21 October. We believe the board's nomination policy is unconstitutional and urge your board to reconsider the policy."

The Secretary reported that his response to Mr. Gill was as follows: "Thank you for your email. and your advice about the advice you received from Consumer Affairs. As the CFV board is meeting tomorrow, it would be important for you to further advise us when the advice was received and from whom and a copy of their written advice to what specific written question(s) and issue(s). As you are aware, verbal advice does not have the same authority as written advice."

The Secretary reported that as of 7.00 a.m. 15 October 2008 no copy of any written advice from CAV regarding the closing date for director nominations had been received from Co-operative Development Services Ltd.

That the following AGM motions be endorsed including the subscription levels:

Financial and Directors Reports

That the reports from the board and officers of the Federation upon the transactions of the Federation during the 2007/08 financial year including the Balance Sheet, Profit and Loss Account and state of affairs for the year ending 30 June 2008 be received.

Remuneration of Directors

That Directors do not receive any remuneration as Directors for the 2008/09 financial year.

Annual Subscription

That the following membership annual subscription levels for the financial year 2008/009 be approved:

Annual Turnover \$	Annual Subscription \$
0 -100,000	\$165
101,000-500,000	\$275
500,001-1 million	\$385
1-2 million	\$550
2-3 million	\$825
3-4 million	\$1100
4-5 million	\$1375
5-6 million	\$1650
6-7.5 million	\$1925
7.5 – 10 million	\$2200
10 – 50 million	\$2750
50-100 million	\$3300
100 million plus	\$6000

CARRIED

ACTION: Chairman and Secretary

9. Financial Statements

A Statement of Cash Receipts and Payments for the period 1 July – 1 October 2008 prepared by Graeme Charles was tabled.

ACTION: Treasurer

10. Other Business

The Secretary reported that he had made contact with a group of students squatting in properties owned by the University of Melbourne who were calling themselves a co-operative and the University of Melbourne which was preparing and considering a report on housing co-operatives. He reported that he had received a positive response from the University but no response from the students.

The Secretary also reported he had received a query about what a cooperative structure would be a good vehicle by which people with a disability could employ their attendant carers, whether this is expensive and difficult to set up and would they need to engage a lawyer and/or an accountant or could it be done by themselves using the model rules. The Secretary reported that he had advised that it could be done without a lawyer and accountant and, indeed, most lawyers and accountants knew very little about co-operatives, that the model rules could be used as a basis for forming the co-operative and had been used by many co-operatives and that the Co-operative Federation of Victoria would be pleased to assist in the formation of a co-operative.

Next Meeting: 10: 30. am, 19 November 2008, Urban Camp, Melbourne Co-operative, Brens Drive, Parkville

Prepared by David Griffiths: 16 October 2008
Approved by Tony O'Shea: 16 October 2008
Emailed or faxed to directors: 16 October 2008
Snail mailed to directors: 17 October 2008

Co-operative Federation of Victoria Ltd
2008 Schedule of Board and AGM meetings

Board

Start time: 10:30am

Venue: Urban Camp, Melbourne Co-operative, Brens Drive, Parkville

19 November 2008

AGM

11:30 am 19 November 2008

Venue: Urban Camp, Melbourne Co-operative, Brens Drive, Parkville